

Exhibit D

Budget and Staffing Plan

Exhibit D-1

Budget Plan for the Compensation Period¹

¹ Although the total fees sought in this Application did not exceed the total budgeted fees for the Compensation Period (the fees sought in this Application are 2.4% below budgeted fees), the fees sought for October exceeded the budgeted fees by \$32,913.70 or 20.4%, and the fees sought for December exceeded the budgeted fees by \$18,869.60 or 4.9%. The efforts expended by Proskauer attorneys and paraprofessionals in connection with Court-ordered mediation and related discovery and in connection with opposing the bondholders' renewed motion for appointment of a trustee pursuant to Bankruptcy Code § 926 required more hours than anticipated and are the reason for the higher than budgeted fees in those months.

Matter ID	Matter	October 2019		November 2019		December 2019		January 2020	
		Actual Fees	Estimated Fees	Actual Fees	Estimated Fees	Actual Fees	Estimated Fees	Actual Fees	Estimated Fees
33260.0007	PROMESA TITLE III: ERS	\$ 151,563.00	\$ 120,000.00	\$ 245,487.30	\$ 260,000.00	\$ 303,398.70	\$ 275,000.00	\$ 319,380.90	\$ 600,000.00
33260.0045	ERS TITLE III - ALTAIR	\$ 32,803.80	\$ 35,000.00	\$ 306,720.90	\$ 325,000.00	\$ 97,551.60	\$ 105,000.00	\$ 7,179.90	\$ 25,000.00
33260.0046	ERS TITLE III - PENSION CHALLENGE	\$ -	\$ 500.00	\$ 157.80	\$ -	\$ -	\$ -	\$ 236.70	\$ -
33260.0048	ERS TITLE III - MISCELLANEOUS	\$ 9,546.90	\$ 5,500.00	\$ -	\$ -	\$ -	\$ -	\$ 239,172.00	\$ -
33260.0068	ERS TITLE III – COOPERATIVA DE AHORO Y CREDITOR	\$ -	\$ -	\$ 16,490.10	\$ 20,000.00	\$ 2,919.30	\$ 5,000.00	\$ -	\$ -
ERS TOTAL		\$ 193,913.70	\$ 161,000.00	\$ 568,856.10	\$ 605,000.00	\$ 403,869.60	\$ 385,000.00	\$ 565,969.50	\$ 625,000.00
ESTIMATED FEES Compensation Period (October 2019 - January 2020) TOTAL:									\$1,776,000.00
ACTUAL FEES Compensation Period (October 2019 - January 2020) TOTAL:									\$1,732,608.90
Percent Variance (Actual vs. Budgeted Fees)									2.4% below budget

Exhibit D-2

Staffing Plan for the Compensation Period

Staffing Plan for the Compensation Period

Category of Timekeeper²	Number of Timekeepers Expected to Work on The Matter During the Budget Period³	Average Hourly Rate⁴
Partners	15	\$789
Senior Counsel	8	\$789
Associates & Lawyers	11	\$789
e-Discovery Attorneys	5	\$390
Law Clerks	5	\$270
Paraprofessionals	13	\$270
Total:	57	

² Attorney Practice Groups: BSGR&B, Litigation, Labor & Employment, and Corporate.

³ The chart reflects Proskauer's staffing plan for the designated period based on currently foreseeable activities. Actual staffing needs, including additional attorneys, may vary materially based on actual facts and circumstances arising in the designated period, including as a result of currently unanticipated disputes. The staffing plan currently includes attorneys from the BSGR&B, Litigation, Corporate, and Labor & Employment practice groups. The expertise of attorneys from other specialized areas is likely to be required during the course of these PROMESA cases.

⁴ As explained in the Application, Proskauer's Engagement Letter provides as of January 1, 2020 for rates 4% higher than these rates, but Proskauer agreed not to request allowance and payment of the incremental rates until after confirmation of a plan of adjustment for the Commonwealth or a final fee application.